

# EXHIBIT BB

This settlement offer is made pursuant to Rule 408 of the Federal Rules of Evidence:

Ms Barbounis:

I write to resolve amicably all legal issues between us.

Here's an outline of the main points that follow:

- MEF will (1) dismiss all claims in its trade-secrets case, its counter-claims in the employment case, and will not proceed with its potential RICO case against you, (2) will cover some or all of the costs to reorganize and discharge your debts, and (3) write you a letter endorsing your work.
- You will (1) agree to a court-ordered dismissal with prejudice of all your claims against MEF in MEF's favor, (2) cooperate with MEF in related cases, and (3) write a letter endorsing MEF.

Here is the settlement proposal in detail. MEF will:

1. Withdraw its **counter-claims** against you, with prejudice, as allowed under Rule 41.1(b) of the Federal Rules of Civil Procedure.
2. Ask the court (in the same motion) to grant a judgment in MEF, Gregg's, and my favor in the **employment case**.
3. Agree to a dismissal of claims in the **trade-secrets case**.
4. Agree not to pursue further claims against you, including but not limited to claims under the Racketeer Influenced and Corrupt Organizations Act ("RICO"), which we have prepared to file against you.
5. Work with you on a mutually agreeable plan to help alleviate the array of **debt** you may be facing that we have become aware of through discovery (IRS, Pennsylvania Revenue, and City of Philadelphia liens, student debt, credit card debt, mortgage debt, and so on). MEF is prepared to cover some or all costs for credit counseling, financial advising, a bankruptcy attorney, and professional accountants. For example, we could underwrite the process of you seeking advice from Philadelphia's Consumer Bankruptcy Assistance Project and filing for Chapter 7 bankruptcy protection.
6. Send you **a letter** stating we have voluntarily ended all legal action against you, wish you well in your future endeavors, and provide a neutral reference for any potential future employer who inquires about your work at MEF.
7. Agree to a mutual stipulated **no-contact agreement** between Gregg Roman and you.

You will:

1. Agree (under Rule 41(b) of the Federal Rules of Civil Procedure) not to oppose our motion in #2 above in **your employment case** to dismiss with prejudice all your claims against MEF, Gregg, and me.
2. Send us **a letter** stating you have voluntarily ended all legal action against MEF, endorses MEF's work, and permits MEF freely to show the letter to anyone it chooses.

3. Cooperate with us to defend ourselves from lawsuits initiated by **Tricia McNulty and Marnie O'Brien**.
4. Agree to a mutual stipulated no-contact agreement between you and **Gregg Roman**.
5. Agree to a permanent consent injunction in the **trade-secrets case** along the lines we have already presented to your attorney to protect MEF's intellectual and business property.
6. Agree to a stipulated **no-contact** agreement preventing you, your family members, or your agents from contacting any MEF donor, board member, employee, volunteer, or any of their family members without MEF's permission.
7. Continue to accept the **non-disclosure agreement** previously signed by you with MEF, which remains in full force and effect.
8. Agree not to pursue **further claims** against MEF, and that you will not apply for future employment or contract work with MEF.

We can end our disputes immediately, if you so choose. **If you want to walk away from these cases, now is the time – the only time -- to do so.**

This one-time offer **expires at 5 p.m. EDT on Thursday, October 15, 2020** unless you request a reasonable extension, which I will grant.

If you accept this offer, I will then send you a detailed agreement for your review.

Daniel Pipes

Here is a draft of the letter we would like from you:

To Whom It May Concern:

I am permanently ending all legal action I have initiated against the Middle East Forum, Gregg Roman, and Daniel Pipes.

I was misled into thinking I had a legal case and regret this error. I wish to end the acrimony between us. Let us move forward with goodwill.

I respect, admire and support the work the Forum does. MEF produces excellent research and I am proud of my work for the organization. I wish the Forum success.

You are free to make this letter public.

Sincerely,

Lisa Barbounis